UNITED STATES DISTRICT COURT FOR THE WESTERN DISTRICT OF WISCONSIN

e2Interactive, Inc., and Interactive Communications International, Inc.,

Plaintiffs,

Case No. 09-CV-629

ν.

Blackhawk Network, Inc.,

Defendant.

MOTION OF IRELL & MANELLA LLP TO WITHDRAW AS COUNSEL OF RECORD FOR BLACKHAWK NETWORK, INC.

Irell & Manella LLP hereby moves the Court for leave to withdraw as counsel of record for defendant Blackhawk Network, Inc. ("Blackhawk"). Blackhawk consents to the requested withdrawal. Upon the Court's order, the Court may remove attorneys from Irell & Manella LLP from the Court's ECF electronic service lists. Attorneys at the law firms of Godfrey & Kahn, S.C. and Kaye Scholer LLP will remain counsel of record for Blackhawk.

BLACKHAWK NETWORK, INC. CONSENTS AND AGREES TO THE ABOVE WITHDRAWAL:

David Durant, General Counsel Blackhawk Network, Inc.

Dated: November 4, 2010

Respectfully submitted,

IRELL & MANELLA LLP Morgan Chu Richard M. Birnholz Benjamin T. Wang Daniel P. Hipskind

By:_

Richard M. Birnholz Irell & Manella LLP

Dated: November 4, 2010

CERTIFICATE OF SERVICE

I hereby certify that on November 5, 2010, I caused Blackhawk Network, Inc.'s Motion of Irell & Manella LLP to Withdraw as Counsel of Record for Blackhawk Network, Inc. to be electronically filed with the Clerk of Court using the ECF system, which will make this document available for viewing and downloading from the ECF system. Also on November 5, 2010, a courtesy copy of this document was served by electronic mail to opposing counsel.

s/Bryan J. Cahill
Bryan J. Cahill